

UNITED STATES DISTRICT COURT  
WESTERN DISTRICT OF NEW YORK

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

v.

HYZON MOTORS INC., CRAIG M. KNIGHT, and  
MAX C.B. HOLTHAUSEN,

Defendants.

Case No. 23-6553

**PLAINTIFF’S MOTION FOR ENTRY OF JUDGMENTS  
AGAINST DEFENDANTS BY CONSENT**

The Securities and Exchange Commission (the “Commission”) respectfully moves for entry of judgments against defendants Hyzon Motors Inc. (“Hyzon”), Craig M. Knight (“Knight”), and Max C.B. Holthausen (“Holthausen”) (collectively, the “Defendants”). In support of this motion, the Commission states as follows:

1. The Commission filed its Complaint in this case on September 26, 2023. The Commission alleges false and misleading statements made to investors in Hyzon, a publicly traded company, among other claims. The Commission’s Complaint seeks three forms of remedies: injunctions, civil money penalties, and bars on serving as officers or directors of certain companies.
2. The Defendants agreed to resolve this matter with the Commission by consenting, without admitting or denying the allegations, to the entry of judgments against them.

3. Exhibits 1-3 are executed copies of the consents. **Exhibit 1** is the Consent of Defendant Hyzon Motors Inc. **Exhibit 2** is the Consent of Defendant Craig M. Knight. **Exhibit 3** is the Consent of Defendant Max C.B. Holthausen.

4. Exhibits 4-6 are the proposed judgments. **Exhibit 4** is the Final Judgment as to Defendant Hyzon Motors Inc. **Exhibit 5** is the Final Judgment as to Defendant Craig M. Knight. **Exhibit 6** is the Final Judgment as to Defendant Max C.B. Holthausen. The Defendants have agreed to the proposed judgments. Consent of Defendant Hyzon Motors Inc., at ¶ 2 (Ex. 1); Consent of Defendant Craig M. Knight, at ¶ 2 (Ex. 2); Consent of Defendant Max C.B. Holthausen, at ¶ 2 (Ex. 3).

5. The Defendants agreed to entry of permanent injunctions restraining them from violating, or aiding and abetting violations of, certain provisions of the federal securities laws. *E.g.*, Consent of Defendant Hyzon Motors Inc., at ¶ 2 (Ex. 1); Final Judgment as to Defendant Hyzon Motors Inc., at §§ I-VII (Ex. 4).

6. The Defendants also agreed to pay the following civil money penalties:

- a. Hyzon agreed to pay a \$25,000,000 penalty according to a two-year payment plan. Consent of Defendant Hyzon Motors Inc., at ¶ 2 (Ex. 1); Final Judgment as to Defendant Hyzon Motors Inc., at §§ VIII-IX (Ex. 4).
- b. Knight agreed to pay a \$100,000 penalty within 364 days of entry of the Court's judgment. Consent of Defendant Craig M. Knight, at ¶ 2 (Ex. 2); Final Judgment as to Defendant Craig M. Knight, at §§ IV-V (Ex. 5).
- c. Holthausen agreed to pay a \$200,000 penalty within 30 days of entry of the Court's final judgment. Consent of Defendant Max C.B. Holthausen, at ¶ 2

(Ex. 3); Final Judgment as to Defendant Max C.B. Holthausen, at § VII (Ex. 6).

7. Furthermore, the individual defendants, Knight and Holthausen, agreed to entry of bars on serving as officers or directors of certain companies. Knight agreed to a five-year bar. Consent of Defendant Craig M. Knight, at ¶ 2 (Ex. 2); Final Judgment as to Defendant Craig M. Knight, at § III (Ex. 5). Holthausen agreed to a ten-year bar. Consent of Defendant Max C.B. Holthausen, at ¶ 2 (Ex. 3); Final Judgment as to Defendant Max C.B. Holthausen, at § VI (Ex. 6).

8. In their consents, the Defendants “agree[d] that the Commission may present the Final Judgment[s] to the Court for signature and entry without further notice.” Consent of Defendant Hyzon Motors Inc., at ¶ 14 (Ex. 1); Consent of Defendant Craig M. Knight, at ¶ 14 (Ex. 2); Consent of Defendant Max C.B. Holthausen, at ¶ 14 (Ex. 3).

WHEREFORE, the Commission respectfully moves for the entry of judgments against the Defendants.

Dated: September 26, 2023

Respectfully submitted,

s/ Sharan E. Lieberman

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